

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

BENSLEY CONSTRUCTION, INC.,
on its own behalf and on behalf
of all others similarly situated,

Plaintiff,

v.

MARSH & MCLENNAN COMPANIES, INC.,
et al.

Defendants.

CIVIL ACTION NO.
05-11249-GAO

MOTION TO ADMIT PRO HAC VICE

Pursuant to Fed. R. Civ. P. 11, defendant USI Holdings Corp. ("USI"), by its attorney, Ian Crawford, moves the Court to admit Patrick C. Schmitter from Akin Gump Strauss Hauer & Feld, LLP pro hac vice for purposes of the above-captioned matter and states:

1. The undersigned is a partner with the law firm of Todd & Weld LLP and is a member in good standing of the Bar of the Commonwealth of Massachusetts.

2. Patrick C. Schmitter is an attorney with the law firm of Akin Gump Strauss Hauer & Feld in New York, N.Y. and has been retained by USI to represent its interests in this action.

3. Mr. Schmitter is a member in good standing of the New York Bar as shown by the affidavit attached.

4. The undersigned will serve as local counsel for USI in this matter.

5. The \$50 filing fee for Mr. Schmitter has been paid.

WHEREFORE, USI requests an Order admitting Patrick C. Schmitter pro hac vice.

USI HOLDINGS CORP.

By its attorney,

/s/ Ian Crawford
Ian Crawford (BBO#544475)
Todd & Weld LLP
28 State Street
Boston, MA 02109
(617) 720-2626

DATED: July 18, 2005

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

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| _____ |) | |
| BENSLEY CONSTRUCTION, INC. |) | |
| on its own behalf and on behalf |) | |
| of all others similarly situated, |) | |
| |) | |
| Plaintiff, |) | Civil Action No. |
| v. |) | 05-11249 GAO |
| |) | |
| |) | |
| MARSH & MCLENNAN, |) | |
| COMPANIES, INC., et al |) | |
| |) | |
| Defendant. |) | |
| _____ |) | |

VERIFIED APPLICATION OF PATRICK C. SCHMITTER FOR
ADMISSION AS COUNSEL PRO HAC VICE

I, Patrick C. Schmitter, request that I be admitted pro hac vice for purposes of this action. In support of this application, I declare that:

1. I am not a resident of the Commonwealth of Massachusetts, am not regularly employed in the Commonwealth of Massachusetts, and am not regularly engaged in substantial business, professional, or other activities in the Commonwealth of Massachusetts.

2. My current residence is 42 E. 20th Street, Apt. 7C, New York, NY 10003.

3. I am an attorney with the law firm of Akin Gump Strauss Hauer & Feld, LLP, and my business address is 590 Madison Avenue, New York, NY 10022-2524.

4. I am a 1995 graduate of the University of Michigan Law School.

5. I am a member of good standing in the New York State Bar.

6. I have been admitted to practice in each of the courts listed below and am a member in good standing in each such court:

The New York Eastern District Court
The New York Southern District Court
The Supreme Court of the United States

7. I am not currently suspended, disbarred or under investigation by any court.

8. For purposes of this action, Attorney Ian Crawford of Todd & Weld will serve as local counsel and will be an attorney of record in this action.

9. Defendant USI Holdings Corp. ("USI") has specifically requested that I represent it in this action.


10. I have been given a copy and am familiar with the Local Rules of the United States District Court for the District of Massachusetts.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 13th day of July, 2005.


PATRICK C. SCHMITTER

Subscribed and sworn to before me by Patrick C. Schmitter on this 13th day of July, 2005.


Notary Public

STEPHEN M. BALDINI
Notary Public, State of New York
No. 4998886
Qualified in New York County
Commission Expires July 13, 2006